

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Perfect Smile Corporation		06/10/2005	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	The Procter & Gamble Company		
Street Address:	One Procter & Gamble Plaza		
City:	Cincinnati		
State/Country:	OHIO		
Postal Code:	45202		
Entity Type:	CORPORATION: OHIO		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Serial Number:	78569467	PH PRO HEALTH	
Registration Number:	1798423	PHPRO HEALTH	
CORRESPONDENCE DATA			
Fax Number:	(513)983-1992		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	5139838392		
Email:	hammann.lm@pg.com		
Correspondent Name:	Lynn M. Hammann		
Address Line 1:	One Procter & Gamble Plaza		
Address Line 2:	C2 Box 11		
Address Line 4:	Cincinnati, OHIO 45202		
NAME OF SUBMITTER:	Lynn M. Hammann		
Signature:	/lmhammann/		
Date:	10/13/2005		

CH \$65.00 78569467

Total Attachments: 2
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source=PHPROHealth#page2.tif

**Trademark Settlement Agreement
Perfect Smile and P&G
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APPENDIX A-PATENTS

US Patent No. 4,654,373 to the extent that Perfect Smile has any interests therein
 US Patent No. 6,200,550 to the extent that Perfect Smile has any interests therein
 USSN 10/748,096, filed December 30, 2003 licensed by Perfect Smile from BioActives LLC
 USSN 60/591,970, filed July 28, 2004 licensed by Perfect Smile from BioActives LLC

APPENDIX B – TRADEMARKS

<u>TRADEMARK</u>	<u>REG. OR APPLICATION NUMBER/GOODS</u>
PH PRO HEALTH	Application No. 78/569,467/ mouthwash
PH PRO HEALTH	1,798,423/ dental cleaning preparations; hair care products namely shampoos; permanent wave preparations; denture adhesives; oral analgesics; nasal and throat spray preparations; medicated lip and mouth lotions and ointments; gum massaging instruments; mechanical dental stain removal devices.

Goodwill of business symbolized by PRO HEALTH and PH PRO HEALTH

Common Law rights and foreign registrations in PRO HEALTH, PH PRO HEALTH

APPENDIX C

UNITED STATES TRADEMARK ASSIGNMENT


WHEREAS, Perfect Smile Corporation, a Delaware corporation having its principal place of business in Westlake, Ohio, (the "Assignor") is the owner of the TRADEMARKS;

WHEREAS, the Procter & Gamble Company, an Ohio corporation having its principal place of business at One Procter & Gamble Plaza, Cincinnati, Ohio 45202, (the "Assignee") is desirous of acquiring said TRADEMARKS together with the goodwill of the business symbolized by the TRADEMARKS;

NOW, THEREFORE, in exchange for good and valuable consideration paid to Assignor by Assignee, the receipt of which is hereby acknowledged, Assignor hereby assigns to Assignee, its successors and assigns, the entire right, title, and interest to the TRADEMARKS.

Signed in Westlake, Ohio 10TH day of JUNE 2005.

PERFECT SMILE CORPORATION



Gerald E. Patefa
Chief Executive Officer

APPENDIX D – RESEARCH PLAN

A summary of the RESEARCH PLAN is as follows. Perfect Smile will conduct and sponsor an evaluation of CoQ 10 Licensed Technology wherein two university sites will each conduct a clinical study. The protocol for each study will be the same or similar. The protocol will include 3 legs, two treatment legs and one negative control leg, having approximately 50 subjects in each leg. One treatment leg will include treatment of test subjects with fluoride toothpaste with micronized CoQ 10I. The other treatment leg will include treatment of test subjects with fluoride toothpaste with micronized CoQ 10 in alternative dosage amounts and possibly with other ingredients. The negative control leg will include treatment of test subjects with toothpaste with fluoride, but having no micronized CoQ 10.

Perfect Smile shall obtain confidentiality obligations from the universities similar to the Confidentiality Article herein, including a provision whereby the university agrees not to use P&G's name without obtaining P&G's concurrence, except as required under law, and shall obtain IRB approval prior to study commencement.